

Green - Error that was in the Ferguson copy, but correct in the recorded bylaws.

Red - Error in both the Ferguson copy, and in the recorded bylaws.

Blue - Amendments/corrections that were made with the August 2007 annual meeting vote.

## BY-LAWS OF CONIFER PARK #6 HOMEOWNERS ASSOCIATION

### ARTICLE I

#### Applicability: Definitions: Location

Section 1. Applicability. These By-Laws are adopted for the administration of the Association and property described in that certain Declaration of Covenants, Conditions and Restrictions (the "Declaration") recorded on **September 22, 1980** under Kitsap County Auditor's Fee No. **8009220103**

Section 2. Definitions. The terms used in these By-Laws shall have the same meaning as in the declaration, unless otherwise indicated.

Section 3. Location The initial office of the Association shall be located at 1220 South 356<sup>th</sup> Street, Federal Way, Washington, 98003.

### ARTICLE II

#### Meeting of Members

Section 1. Annual Meetings. The first annual meeting of the members shall be held within one (1) year from the date of incorporation of the Association, and each subsequent regular annual meeting of the members shall be held during the first week of August, at a specific day and time determined by officers and the board to be convenient to members.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the president or by the Board of Directors or upon written request of the members who are entitled to vote one-fourth (1/4) of all at the votes.

Section 3. Notice of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum The presence at the meeting of members or proxies entitled to cast one-tenth (1/10) of the votes of the membership shall constitute a quorum for any action except as

otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have the power to adjourn the meeting for time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5. Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his lot.

## ARTICLE III

### Board of Directors: Selection; Term of Office

Section 1. Number. The affairs of the Association shall be managed by a Board of three (3) directors, who need not be members of the Association.

Section 2. Term of Office. At the first annual meeting the members shall elect one (1) director for a term of three (3) years, one (1) director for a term of two (2) years, and one (1) director for a term of one (1) year. Thereafter, at each annual meeting the members shall elect one (1) director for a term of three (3) years.

Section 3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation, or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

## ARTICLE IV

### Nomination and Election of Directors

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a nominating committee. Nominations also may be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors and two (2) or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among members or non-members.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot, or without objection by any member, may be by voice vote or other method as deemed appropriate by the chair. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

## ARTICLE V

### Meetings of Directors

Section 1. Regular Meetings. Regular meeting of the Board of Directors shall be held semi-annually without notice, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two (2) directors, after not less than three (3) days notice to each director.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

## ARTICLE VI

### Powers and Duties of the Board of Directors

Section 1. Powers. The Board of Directors shall have the power to:

- (a) Adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof.
- (b) Suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations.
- (c) Exercise for the Association all powers, duties, and authority vested in or delegated to this Association and not reserved to membership by other provisions of these By-Laws, the Articles of Incorporation or Declaration.
- (d) Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors.
- (e) Foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same.

Section 2. Duties. It shall be the duty of the Board of Directors to:

- (a) As more provided in the Declaration, to:
  - (1) Fix the amount of the annual assessment against each lot at least thirty (30) days in advance of each such annual assessment period.
  - (2) Send written notice of each assessment to every owner subject thereto at least (30) days in advance of each annual assessment period.
- (b) Issue, or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the board for issuance of these certificate. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment.
- (c) Procure and maintain adequate liability and hazard insurance on property owned by the Association, as it may be deemed appropriate.
- (d) Cause all officers or employees having fiscal responsibility to be bonded, as it may deem appropriate.
- (e) Cause the Common Area to be maintained.

## ARTICLE VII

### Officers and Their Duties.

Section 1. Enumeration of Offices. The offices of the Association shall be a President and Vice President, a secretary, and a treasurer, and such officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at each annual meeting of members.

Section 3. Term. The Officers of the Association shall be elected annually by the Board and each shall hold office from one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the board. Any officer may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Multiple Office. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. Duties. The duties of the Officers are as follows:

- (a) President. The President shall preside at all meetings of the Board of Directors, shall see that all orders and resolutions of the Board are carried out, shall sign all leases, mortgages, deeds, and written instruments, and shall co-sign all checks and promissory notes.
- (b) Vice-President. The Vice-President shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.
- (c) Secretary. The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of all the members, serve notice of meetings of the Board and of the members keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.
- (d) Treasurer. The treasurer shall receive and deposit in appropriate bank accounts all moneys of the Association and shall disburse such funds as directed by resolution of the Board of Directors, shall sign all checks and promissory notes of the Association, keep proper books of account, cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year, and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members.

## ARTICLE VIII

### Books and Records

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation, and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at a reasonable cost.

## ARTICLE IX

### Assessments

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments, which are not paid when due, shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of Twelve (12%) percent per annum, and the Association may bring an action at law against that owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the Common Area or abandonment on his lot.

Special assessments may be levied by the Architectural Review Committee, under the approval of a majority of the board of directors, in accordance with a schedule and procedure previously approved by the Board of Directors, and as provided for by Washington State Law. Such procedure shall provide for a minimum of two warning letters at least 30 days apart, and a minimum of 60 days from initial notification to correct the violation. This requirement may be waived in extreme circumstances, with the unanimous approval of the board of directors and architectural review committee. In such cases, the time period may be reduced to 10 days, as provided for in the Declaration.

## ARTICLE X

### Amendments

Section 1. These By-Laws may be amended at a regular or special meeting of the members by a vote of a majority of a quorum of members present in person or by proxy.

Section 2. In case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control. In the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

## ARTICLE XI

### Miscellaneous

The fiscal year of the Association shall begin on the 1<sup>st</sup> day of January and end on the 31<sup>st</sup> day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

**Attachment 1:**

**Record of  
ballot and votes  
cast during the  
2007 annual meeting**

AUGUST 7, 2007 BALLOT

**Article II section 1. Annual meetings**

Propose to change this section to read... Annual meeting of the members "shall be held during the first week of August, at a specific day and time determined by officers and the board to be convenient to members."

YES 19 NO 1.

**Article IV section 2. Elections of Directors**

Propose to change this section to read "Election to the Board of Directors shall be by secret written ballot, or without objection by any member, may be by voice vote or other method as deemed appropriate by the chair." YES 19 NO 1.

**Article IIIV section 1: Enumeration of Officers** (*corrected to VII at meeting*)

Propose to change this section to read "The offices of the association shall be a president and vice president," \*\* "a secretary, and a treasurer, and such officers as the board may from time to time by resolution create." (\*\*removes "who shall at all times be members of the board of directors,")

YES 17 NO 3.

**Article IIIV section 2: Election of officers** (*corrected to VII at meeting*)

Propose to change this section to read "The election of officers shall take place at" \*\* "each annual meeting of members." (\*\*removes the "the first meeting of the board of directors following")

YES 20 NO 0.

**Article IV, section II and Article V section I** Administrative errors:

Correct two errors in the document where it reads "time" but should read "the". Article IV, section II "Under the provisions of **time** declaration." And Article V, section I, "at such place and hour as may be fixed from time to time by resolution of **time** board."

YES 20 NO 0.

### Article IX Assessments

Add this paragraph below the previous paragraph:

“Special assessments may be levied by the Architectural Review Committee, under the approval of a majority of the board of directors, in accordance with a schedule and procedure previously approved by the Board of Directors, and as provided for by Washington State Law. Such procedure shall provide for a minimum of two warning letters at least 30 days apart, and a minimum of 60 days from initial notification to correct the violation. This requirement may be waived in extreme circumstances, with the unanimous approval of the board of directors and architectural review committee. In such cases, the time period may be reduced to 10 days, as provided for in the Declaration. “

YES 13 NO 7.

I hereby attest that the record submitted herein, of the ballot language and the official vote tally, is completely accurate and that this record reflects the vote which took place on August 7, 2007 at the annual meeting of members of the Conifer Park 6 Homeowners Association, and that a quorum was present at this meeting.

\_\_\_\_\_ Date \_\_\_\_\_ President – Dawn Davis

\_\_\_\_\_ Date \_\_\_\_\_ Secretary – Richelle Sherwood

\_\_\_\_\_ Date \_\_\_\_\_ Treasurer – Nancy Rollins